

# **EXHIBIT 12**



Bob Hilliard and Steve Shadowen founded Hilliard Shadowen LLP in January 2012 to establish a team of experienced, resolute attorneys dedicated to pursuing economic and social justice for their clients. The firm quickly gained a reputation as one of the finest plaintiff-side antitrust and civil-rights law firms in the nation, taking on—and winning—policy-changing and industry-shaping litigation. The firm has offices in Austin, Texas, and Corpus Christi, Texas, as well as an attorney in Boston.

### **STEVE D. SHADOWEN**

Before founding Hilliard Shadowen LLP in January 2012, Mr. Shadowen was a partner at Philadelphia's Schnader Harrison Segal & Lewis, where he was elected to the firm's executive committee, and later at Hangle Aronchick Segal & Pudlin. He has been representing plaintiffs in antitrust litigation for more than 25 years and has regularly been hired to represent some of the nation's largest pharmaceutical purchasers. Over his extensive career, he has been lead counsel on behalf of purchaser plaintiffs in multiple groundbreaking pharmaceutical antitrust cases, from pioneering the granddaddy of them all, *In re Brand Name Prescription Drugs Antitrust Litig.*, MDL 997 (N.D. Ill. 1993), to successfully arguing the appeal on behalf of purchaser plaintiffs in *In re K Dur Antitrust Litig.*, 686 F.3d 197 (3d Cir. 2012).

Other notable cases in which Mr. Shadowen has represented pharmaceutical purchasers include:

*In re Relafen Antitrust Litig.*, Master File No. 01-cv-12239 (D. Mass.) (challenging scheme to mislead the U.S. Patent and Trademark Office and prosecute sham litigation);

*In re Androgel Antitrust Litig. (II)*, MDL 2084 (N.D. Ga.) (challenging settlements of sham litigation with exclusion payment agreements);

*In re Cardizem CD Antitrust Litig.*, No. 99-md-1278 (E.D. Mich.) (challenging exclusion payment agreements);

*In re Ciprofloxacin Hydrochloride Antitrust Litig.*, No. 00-md-1383 (E.D.N.Y.) (challenging exclusion payment agreements);

*King Drug Co. of Florence, Inc. v. Cephalon, Inc.*, Master File No. 07-cv-1797 (E.D. Pa.) (challenging exclusion payment agreements);

*Louisiana Wholesale Drug Co., Inc. v. Abbott Labs.*, Master File No. 05-cv-340 (D. Del.) (challenging unlawful "product hop" regarding the drug TriCor);

*Meijer, Inc. v. Barr Pharmaceuticals, Inc.*, Master File No. 06-cv-795 (D.D.C.) (challenging exclusive supply agreement that prohibited generic competitor from launching a generic version of the contraceptive Ovcon);

*In re Nifedipine Antitrust Litig.*, MDL No. 1515 (D.D.C.) (challenging conspiracy among potential competitors which prevented generic versions of the hypertension drug Adalat CC from entering the market);

*In re Neurontin Antitrust Litig.*, MDL No. 1479 (D.N.J.) (challenging scheme to prevent generic competition by obtaining patents through misconduct before the U.S. Patent and Trademark Office, improperly listing patents in the Orange Book, filing sham patent litigation, and marketing Neurontin for off-label uses);

*In re Remeron Antitrust Litig.*, Master File No. 03-cv-85 (D.N.J.) (challenging brand manufacturer's improper Orange Book listing and use of sham litigation to delay generic competition);

*Safeway, Inc. v. Abbott Labs.*, Master File No. 07-cv-5470 (N.D. Cal.) (challenging bundled pricing and refusal to deal regarding protease inhibitors used to treat HIV);

*In re Terazosin Hydrochloride Antitrust Litig.*, No. 99-MDL-1317 (S.D. Fla.) (challenging exclusion payment agreements regarding the drug Hytrin);

*In re Nexium (Esomeprazole Magnesium) Antitrust Litig.*, No. 12-md-2409-WGY (D. Mass.) (challenging exclusion payment agreement);

*In re Suboxone (Buprenorphine Hydrochloride and Naloxone Antitrust Litig.*, No. 13-md-2445-MSG (E.D. Pa.) (challenging anticompetitive product hop);

*In re Niaspan Antitrust Litig.*, No. 13-md-02460-JD (E.D. Pa.) (challenging exclusion payment agreement);

*In re Loestrin 24 Antitrust Litig.*, No. 13-md-2472-S-PAS (D.R.I.) (challenging exclusion payment agreement and anticompetitive product hop);

*In re Solodyn (Minocycline Hydrochloride) Antitrust Litig.*, No. 14-md-2503-DJC (challenging exclusion payment agreement and anticompetitive product hop).

Mr. Shadowen is the author of three of the definitive academic studies of product hopping. *See* Shadowen, *et al.*, *Product Hopping: A New Framework*, 92 Notre Dame L. Rev. 167 (2016) (with M. Carrier); Shadowen, *et al.*, *Bringing Market Discipline to Pharmaceutical Product Reformulations*, 42 Int'l Rev. Intel. Prop. & Comp. Law 698 (2011); Shadowen, *et al.*, *Anticompetitive Product Changes in the Pharmaceutical Industry*, 41 Rutgers L.J. 1 (2009). He also served on the plaintiffs' trial team in a leading case involving product hopping, *Abbott Labs. v. Teva Pharmaceuticals, U.S.A., Inc.*, 532 F. Supp. 2d 408 (D. Del. 2006).

Mr. Shadowen was one of a handful of leaders of the decade-long effort to prevent pharmaceutical manufacturers from paying their generic-manufacturer competitors to refrain from challenging pharmaceutical patents. Along the way, he presented the appellate arguments on behalf of the purchaser plaintiffs in all three of the cases in which the Courts concluded that such agreements should be subject to substantial antitrust scrutiny. *Arkansas Carpenters Health & Welfare Fund v. Bayer AG*, 604 F.3d 98, 110 (2d Cir. 2010); *In re K-Dur Antitrust Litig.*, 686 F.3d 197 (3d Cir. 2012); and *In re Cardizem CD Antitrust Litig.*, 332 F.3d 896, 908 (6th Cir. 2003). These victories ultimately led to the Supreme Court decision in favor of plaintiffs in *FTC v. Actavis, Inc.*, 133 S. Ct. 2223 (2013). For his work on behalf of consumers in these cases, in 2013 the American Antitrust Institute awarded Mr. Shadowen its first-ever national accolade for Outstanding Antitrust Litigation Achievement in Private Law Practice.

Consumer organizations similarly recognize and seek the benefit of Mr. Shadowen's experience in industry-shaping antitrust litigation. Consumer advocates such as Consumers Union, the National Association of Chain Drug Stores, and Professor Herbert Hovenkamp and his colleagues regularly retain Mr. Shadowen to represent their interests as amici curiae in major antitrust litigation. He frequently gives invited lectures on antitrust and competition policy, including at the American Intellectual Property Law Association, Politico Pro forum, the National Association of Attorneys General, universities throughout the United States, and the University of Oxford.

Mr. Shadowen consistently garners recognition as a Best Lawyer in America in four categories: Bet-the-Company Litigation, Antitrust Law, Commercial Litigation, and Antitrust Litigation. Chambers USA ranks him as one of America's Leading Lawyers for Business. He serves on the advisory boards of the American Antitrust Institute and the Institute for Consumer Antitrust Studies.

As a law student he was the criminal procedure project editor of the Georgetown Law Journal. Upon graduation from Georgetown he served as a clerk for the Hon. Boyce F. Martin, Jr. of the United States Court of Appeals for the Sixth Circuit.

## **ROBERT C. HILLIARD**

Robert C. Hilliard has been practicing law in the State of Texas for nearly 30 years, gaining national recognition for his work on many high-profile cases. He established Hilliard Muñoz Gonzales LLP in 1985 and Hilliard Shadowen LLP in 2012.

Mr. Hilliard's cases have made headlines statewide and on the national level. His representation of the parents of a Corpus Christi teenager who committed suicide following bullying incidents at his high school focused a national spotlight on the menace of bullying in schools. He led the fight for justice for disabled residents of the Corpus Christi State School who were forced to take part in an infamous "fight club" for the amusement of some staff members. Mr. Hilliard's other high-profile cases include:

- Co-lead counsel in the multidistrict litigation involving GM's defective ignition switches
- the 2010 cross-border fatal shooting of a 15-year-old unarmed Mexican boy by a U.S. Border Patrol agent, which garnered international media attention, and the 2011 killing of another Mexican citizen by the Border Patrol, sparking a confrontation between President Calderon and Secretary of State Hillary Clinton
- helping free a Hmong man wrongfully convicted of criminal vehicular homicide in Minnesota. Mr. Hilliard was honored for his work on the case by the Innocence Project of Minnesota, receiving the organization's first "Never Forgotten Award." The Corpus Christi Caller-Times wrote, "Hilliard served charity and justice by intervening. His actions reflect positively on his profession and its capacity for defending and protecting the innocent." As a result Mr. Hilliard was a 2011 finalist for Public Justice's National Trial Lawyer of the Year.

- serving as liaison counsel for the Plaintiffs' Steering Committee against Toyota for the widely-reported unintended acceleration litigation
- fighting for victims of the FEMA Trailer Formaldehyde incidents
- achieving \$13.5 million in combined verdicts in a predatory lending case
- acting as lead counsel in a class action suit against H&R Block, which resulted in a rapid refund to approximately 300,000 Texans

Mr. Hilliard received his undergraduate degree in English literature from St. Edward's University in Austin, Texas where he graduated summa cum laude. In 1983, he graduated with honors from St. Mary's Law School in San Antonio where he served as the associate editor of the St. Mary's Law Journal.

Mr. Hilliard has been featured on ABC World News Tonight, Good Morning America, FOX News, 60 Minutes and other national and international media. A 2011 cover story in NSIDE magazine called Mr. Hilliard, "The Champion." That same year, Texas Super Lawyers magazine featured an article about him entitled, "The Bulldog."

#### **JACK. A. STAPH**

Jack A. Staph has more than 40 years of experience litigating and advising clients in the pharmaceutical industry. From 1986 to 1997, he served as Senior Vice President, Secretary and General Counsel of the Revco Drugstore pharmacy chain. He first joined the Revco legal department in 1972.

Mr. Staph counseled his client and oversaw its litigation through some of the most momentous changes in the pharmaceutical industry. His experience includes providing counseling and overseeing litigation involving pharmacy provider contracts, managed care contracts, restricted pharmacy provider networks, HIPAA compliance, anti-kickback compliance, drug formulary compliance and medication adherence programs. He also directed Revco's litigation against pharmaceutical manufacturers for unlawful price-fixing, market allocation and other anticompetitive practices. In addition, Mr. Staph has years of significant experience managing oversight of all merger and acquisition work, corporate governance, negotiation of collective bargaining agreements and employment litigation.

Mr. Staph serves as the Chairman and President of Cleveland Marathon Inc. and Executive Director of the Rite Aid Cleveland Marathon. For Cleveland Marathon Charities, a 501(c)3 that raises millions of dollars for charities throughout the country, Mr. Staph serves as President. For his service to the Cleveland Marathon, including more than 30 years as its race chairman, Mr. Staph was inducted into the Greater Cleveland Sports Hall of Fame.

He also serves in many other leadership positions in various for-profit and civic organizations, including:

- National Advisory Council, Cleveland State Law School;
- Director, Elder-Beerman Stores Corp.;

- Director, Delta Holdings, Inc.;
- Trustee, The Revco Golf Charities Foundation;
- Trustee, Parkworks;
- Trustee, Judson Retirement Community; and
- Director, Running USA.

## **RICHARD BRUNELL**

Mr. Brunell joined Hilliard Shadowen LLP as a partner after more than a decade at the American Antitrust Institute, most recently as General Counsel. In 2012-13, he was Senior Advisor for Competition Matters in the chairman's office at the Federal Trade Commission. Mr. Brunell previously practiced in the litigation department at Foley Hoag LLP in Boston, the Massachusetts Attorney General's Office, and at the Antitrust Division of the Justice Department. He has argued numerous appeals, including in the U.S. Supreme Court, and provided antitrust counseling to businesses and organizations. A contributing editor of the Antitrust Law Journal, Mr. Brunell is the author of several antitrust articles and book chapters. He has testified before Congress and the Federal Trade Commission and is a frequent speaker at national and international conferences. Mr. Brunell is a graduate of Swarthmore College and the Harvard Law School, where he was an editor of the Harvard Law Review. He has taught antitrust law as an adjunct professor at Boston College Law School and other law schools.

## **CATHERINE HILLIARD**

Ms. Hilliard is Of Counsel to the firm. She is a Commissioner of the Port of Corpus Christi, overseeing the nation's fourth-largest port and its annual 6,000 vessels and 80 million tons of cargo. Before joining Hilliard Shadowen LLP she was an attorney with a large litigation defense firm, serving as its managing partner and its first female Hispanic partner. She was a Texas Super Lawyers Rising Star in 2007, 2010, and 2013. She received her Bachelor of Arts degree from the University of Texas-Austin in 1996 and her Juris Doctorate from St. Mary's Law School in 1999, where she was a member of the St. Mary's Law Review. She is a native of San Diego, Texas. She currently serves as treasurer of the Board of Trustees of St. Edward's University in Austin, and as Board Chair at Incarnate Word Academy in Corpus Christi.

## **TINA J. MIRANDA**

Ms. Miranda is a graduate of St. Edward's University where she studied criminal justice and political science before earning her J.D. at the University of Texas School of Law. Ms. Miranda has persistently sought to use her education and professional experience to serve people by pursuing justice. Her practice concentrates on antitrust and consumer protection cases, as well as the firm's civil rights cases.

Ms. Miranda has practiced primarily in federal courts, litigating complex habeas cases in U.S. District Courts, the Fifth Circuit, and the Supreme Court. She has also handled numerous post—

conviction habeas cases in state trial courts and in the Texas Court of Criminal Appeals. Ms. Miranda has considerable expertise in both written and oral advocacy in the courts. In addition to having significant brief-writing experience, she has also represented the state in numerous evidentiary hearings and argued many cases in Fifth Circuit.

Beyond practicing law, Ms. Miranda has taught undergraduate criminal justice and political science courses at her alma mater, St. Edward's University. She began as an adjunct instructor in 2006, then took a full time Assistant Professor position in 2011. During her time as an Assistant Professor, Ms. Miranda served two years as the Chair of the Criminal Justice and Forensic Science Departments. She returned to the full-time practice of law in 2015 but continues to teach criminal justice courses as an adjunct instructor.

Ms. Miranda also serves as an adjunct instructor for Texas A&M Engineering Extension services where she teaches Courtroom Testimony for law enforcement and forensic science professionals.

### **MATTHEW C. WEINER**

Mr. Weiner started working part-time for Hilliard Shadowen LLP during his last semester of law school, and he joined the firm full-time upon graduation in May 2012. His practice concentrates on developing and litigating antitrust and consumer protection cases in the pharmaceutical industry. He has assumed significant roles in a number of the firm's pharmaceutical antitrust cases, including:

- *In re Loestrin Antitrust Litigation*;
- *In re Actos End-Payor Antitrust Litigation*;
- *In re Suboxone Antitrust Litigation*;
- *In re Solodyn Antitrust Litigation*; and
- *In re Nexium Antitrust Litigation*.

Matthew C. Weiner graduated from The Pennsylvania State University, Smeal College of Business with a B.S. in Accounting. He then attended The Pennsylvania State University Dickinson School of Law, where he served as managing editor of the school's law review, Yearbook on Arbitration and Mediation. He was also elected to coach Penn State's ABA National Moot Court team, and he competed in the Mardi Gras Sports Law Moot Court Competition.

While attending law school, Mr. Weiner served as a judicial extern for the Hon. Kim Gibson, United States District Court for the Western District of Pennsylvania. He was also a judicial intern for the Hon. Linda S. Jamieson, Supreme Court of New York, Rockland Division.

Mr. Weiner has extensive research experience in antitrust, having served as a research assistant for a professor updating a comprehensive antitrust treatise, and for another professor preparing a volume on antitrust law in the pharmaceutical industry. Other areas of particular interest include consumer class action litigation and arbitration.



## **NICHOLAS W. SHADOWEN**

Mr. Shadowen brings global experience to his work at Hilliard Shadowen LLP — in addition to his U.S. education, he attended undergraduate and graduate programs in Italy, France, England, and Ireland. Mr. Shadowen’s work focuses on complex national and international antitrust and human rights litigation. He is committed to ensuring human rights protection for all individuals at our nation’s borders and adapting antitrust law to the novel issues posed by the twenty first century marketplace.

As an undergraduate, Mr. Shadowen earned the Duquesne University Philosophy Department’s annual award for excellence. After studying creative writing at the American University of Paris, he received a scholarship to attend the renowned Masters writing program at the University of East Anglia in Norwich, England. The program’s alumni include Nobel Prize winner Kazuo Ishiguro and Booker Prize winners Anne Enright and Ian McEwan. He received his M.A. in 2014.

While attending the University of Miami School of Law, Mr. Shadowen took a semester to study EU Competition law and International Human Rights law at the UCD Sutherland School of Law in Dublin, Ireland.

## **DEIRDRE R. MULLIGAN**

Ms. Mulligan started working part-time for Hilliard Shadowen LLP during her second semester of law school, joining the firm full time after graduating in 2021. She earned her BA from Cornell University with a double major in History and Feminist, Gender, & Sexuality Studies, and spent several years working in the insurance industry and as a paralegal before pursuing her dream career in law.

Ms. Mulligan completed law school in two years on a full tuition scholarship from Drexel University, where she earned CALI Excellence for the Future Awards in Legal Methods and Antitrust Law. During law school she completed an internship at Duane Morris, working in their pro bono department and helping to obtain asylum for racial minorities and LGBT immigrants. She also completed 50+ pro bono hours volunteering for HIAS Pennsylvania, assisting clients seeking various forms of immigration legal status. She is licensed to practice in Pennsylvania.